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Counsel for Ambac Assurance Corp.

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:	)	Chapter 11
GSC GROUP, INC., <u>et al.</u> <sup>1</sup>	)	Case No. 10-14653 (AJG)
	)	Jointly Administered
Debtors.	)	
	)	

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**NOTICE OF APPEARANCE AND REQUEST FOR SERVICE  
OF ALL NOTICES, PLEADINGS, AND ORDERS**

**PLEASE TAKE NOTICE** that Ambac Assurance Corp., by and through its counsel, Dewey & LeBoeuf LLP, hereby enters its appearance in the above-captioned chapter 11 cases pursuant to section 1109(b) of title 11 of the United States Code and Rules 2002 and 9010 of the Federal Rules of Bankruptcy Procedure and requests that all notices and pleadings filed in these cases be served upon the persons listed below at the following addresses:

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<sup>1</sup> The Debtors, along with the last four digits of each Debtor's federal tax identification number, are GSC Group, Inc. (6382), GSCP, LLC (6520), GSC Active Partners, Inc. (4896), GSCP (NJ), Inc. (3944), GSCP (NJ) Holdings, L.P. (0940), GSCP (NJ), L.P. (0785), and GSC Secondary Interest Fund, LLC (6477).

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**PLEASE TAKE FURTHER NOTICE** that the foregoing request includes, without limitation, any notice, pleading, motion, order, petition, application, complaint, demand, or request, whether formal or informal, written or oral, and whether transmitted by mail, expedited delivery service, telephone, facsimile, e-mail, or otherwise.

**PLEASE TAKE FURTHER NOTICE** that neither this notice nor any subsequent appearance, pleading, proof of claim, other writing, or conduct shall constitute a waiver by Ambac Assurance Corp. of any (i) right to have final orders in non-core matters entered only after *de novo* review by a United States District Court; (ii) right to trial by jury in any proceeding as to any and all matters so triable; (iii) right to have the reference withdrawn by the United States District Court in any proceeding subject to mandatory or discretionary withdrawal; or (iv) remedies, rights, claims, setoffs, or defenses.

*[Signature Page to Follow]*

Dated: September 7, 2010  
New York, New York

DEWEY & LEBOEUF LLP

By:/s/ Jeffrey S. Chubak

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